

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

JOSEPH ZAPPIA, Individually and on Behalf  
of All Others Similarly Situated,

Plaintiff,

-v.-

MYOVANT SCIENCES LTD.,  
MYOVANT SCIENCES INC.,  
SUMITOMO PHARMA AMERICA, INC.,  
TERRIE CURRAN, MARK GUINAN,  
DAVID MAREK, NANCY VALENTE,  
and MATTHEW LANG,

Defendants.

Case No.: 1:23-cv-08097-JSR

**DECLARATION OF ELENA HADJIMICHAEL IN SUPPORT OF  
DEFENDANTS' MOTION TO DISMISS THE AMENDED COMPLAINT**

I, Elena Hadjimichael, declare pursuant to 28 U.S.C. § 1746, the following:

1. I am duly admitted to practice before the United States District Court for the Southern District of New York and am an associate at the law firm Freshfields Bruckhaus Deringer US LLP, counsel for Defendants.

2. I respectfully submit this declaration in support of Defendants' Motion to Dismiss the Amended Complaint (the "Motion") filed simultaneously herewith and to place before the Court documents that are cited in the accompanying Memorandum of Law in Support of Defendants' Motion.

3. Attached hereto as **Exhibit A** is a true and correct copy of the Myovant Sciences Ltd. ("Myovant") Current Report (Form 8-K), filed with the SEC on March 1, 2023.

4. Attached hereto as **Exhibit B** is a true and correct copy of the Myovant Preliminary Proxy Statement (Schedule 14A), filed with the SEC on December 8, 2022.

5. Attached hereto as **Exhibit C** is a true and correct copy of the Myovant Definitive Proxy Statement (Schedule 14A), filed with the SEC on January 23, 2023.

6. Attached hereto as **Exhibit D** is a true and correct copy of the Myovant Rule 13E-3 Transaction Statement (Schedule 13E-3), filed with the SEC on December 9, 2022.

7. Attached hereto as **Exhibit E** is a true and correct copy of an announcement available on the website of Skadden, Arps, Slate, Meagher & Flom LLP (“Skadden”), dated May 18, 2021, entitled “Sumitomo Life Insurance Completes Bond Offering,” available at <https://www.skadden.com/about/news-and-rankings/news/2020/05/sumitomo-life-insurance-completes-bond-offering>.

8. Attached hereto as **Exhibit F** is a true and correct copy of an announcement available on the website of Apollo Global Management, Inc., dated July 7, 2022, and entitled “SuMi TRUST to Partner Side-by-Side with Apollo and Athene as a US\$1.5 Billion Investor in a Proprietary Portfolio of Alternative Assets,” available at <https://www.apollo.com/insights-news/pressreleases/2022/07/sumi-trust-to-partner-side-by-side-with-apollo-and-athene-as-a-us-1-5-billion-investor-in-a-proprietary-portfolio-of-alternative-assets.html>.

9. Attached hereto as **Exhibit G** is a true and correct copy of an announcement available on Skadden’s website, dated October 12, 2022, and entitled “Socionext Completes IPO on Tokyo Stock Exchange,” available at <https://www.skadden.com/about/news-and-rankings/news/2022/10/socionext-completes-ipo-on-tokyo-stock-exchange>.

10. Attached hereto as **Exhibit H** is a true and correct copy of an announcement available on the website of Jefferies Financial Group, Inc. (“Jefferies”), dated July 14, 2021, and entitled “Jefferies and SMBC Group Announce Strategic Alliance to Drive Growth,” available at

<https://ir.jefferies.com/press-releases/press-release-details/2021/Jefferies-and-SMBC-Group-Announce-Strategic-Alliance-to-Drive-Growth/default.aspx>.

11. Attached hereto as **Exhibit I** is a true and correct copy of an announcement available on Jefferies' website, dated April 27, 2023, and entitled "Jefferies and SMBC Expand and Strengthen Strategic Alliance, Broadening Joint Business Efforts and Increasing SMBC's Equity Ownership in Jefferies," available at <https://ir.jefferies.com/press-releases/press-release-details/2023/Jefferies-and-SMBC-Expand-and-Strengthen-Strategic-Alliance-Broadening-Joint-Business-Efforts-and-Increasing-SMBCs-Equity-Ownership-in-Jefferies/default.aspx>.

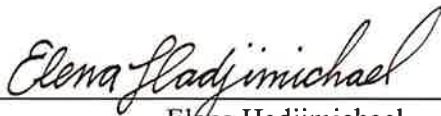
12. Attached hereto as **Exhibit J** is a true and correct copy of an announcement available on the website of Marathon Capital, LLC, dated June 28, 2022, and entitled "Marathon Capital and Sumitomo Mitsui Banking Corporation Form Strategic Partnership," available at <https://www.marathoncapital.com/news/marathon-capital-and-sumitomo-mitsui-banking-corporation-form-strategic-partnership>.

13. Attached hereto as **Exhibit K** is a true and correct copy of an announcement available on the website of Business Wire, Inc., dated March 30, 2020, and entitled "Ares Management Corporation and Sumitomo Mitsui Banking Corporation Announce Strategic Agreement and Equity Transaction," available at <https://www.businesswire.com/news/home/20200330005176/en/Ares-Management-Corporation-and-Sumitomo-Mitsui-Banking-Corporation-Announce-Strategic-Agreement-and-Equity-Transaction>.

14. Attached hereto as **Exhibit L** is a true and correct copy of email correspondence between attorneys Matthew Schwartz (of Sullivan & Cromwell LLP) and Michael Rogovin (of Weiss Law), dated March 3, 2023 and March 13, 2023.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Dated: Redwood City, California  
October 31, 2023

By:   
Elena Hadjimichael